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**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEW JERSEY**

In re:

WHITTAKER, CLARK & DANIELS, INC., *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11

Case No. 23-13575 (MBK)

(Jointly Administered)

**BRENTAG'S JOINDER TO DEBTORS' MOTION  
FOR ENTRY OF AN ORDER (I) APPROVING THE SETTLEMENT  
AGREEMENT BETWEEN THE DEBTORS AND THE CONTRIBUTING  
PARTIES, (II) AUTHORIZING THE DEBTORS TO PERFORM ALL OF  
THEIR OBLIGATIONS THEREUNDER, AND (III) GRANTING RELATED RELIEF**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of the Debtors' federal tax identification number, are Whittaker, Clark & Daniels, Inc. (4760), Brilliant National Services, Inc. (2113); L. A. Terminals, Inc. (6800); and Soco West, Inc. (3400). The location of Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is 100 First Stamford Place, Stamford, Connecticut 06902.

Brenntag North America, Inc. and certain of its North American affiliates (collectively, “**Brenntag**”), by and through their undersigned counsel, hereby file this joinder (the “**Joinder**”) to the *Debtors’ Motion for Entry of an Order (I) Approving the Settlement Agreement Between the Debtors and the Contributing Parties, (II) Authorizing the Debtors to Perform All of Their Obligations Thereunder, and (III) Granting Related Relief* [Docket No. 1297] (the “**Settlement Motion**”)<sup>2</sup> and respectfully state as follows:

### **JOINDER**

1. Brenntag, as a Contributing Party under the proposed Settlement Agreement, joins in the Debtors’ requested relief and the arguments made by the Debtors in support thereof. The Settlement Agreement is the result of extensive arm’s-length negotiations and provides for a fair, reasonable, and efficient resolution of the Debtors’ estate claims, which include causes of action against Brenntag as an alleged successor-in-interest to Debtors Whittaker, Clark & Daniels, Inc. (“**WCD**”) and Soco West, Inc. (“**Soco West**”).

2. Importantly, Brenntag disputes that it may be held liable as the successor to WCD, Soco West, or any other Debtor.<sup>3</sup> Because Brenntag has meritorious defenses to the estate causes of action to be resolved in the Settlement Agreement, Brenntag believes that the consideration to be paid to the Debtors in settlement of such claims is manifestly within the range of reasonableness.

3. Moreover, any allegation that Brenntag is a successor to the Debtors (or is otherwise liable for the illness or injury allegedly caused by the Debtors’ products or conduct) gives rise to a claim for full indemnification from the Debtors themselves and from the other Contributing Parties. Brenntag’s release of the Debtors’ estates for indemnified amounts Brenntag

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<sup>2</sup> Capitalized terms used but not otherwise defined in this Joinder shall have the meanings ascribed to them in the Settlement Motion.

<sup>3</sup> To date, there has not been a single verdict finding that Brenntag is the successor to any of the Debtors or otherwise holding Brenntag liable for illness or injury allegedly caused by exposure to talc.

has already incurred and is continuing to incur during these cases, as well as future indemnified amounts, further evidences the value the Debtors stand to receive in eliminating a significant claims against these estates.

#### **RESERVATION OF RIGHTS**

4. Notwithstanding anything contained herein or in the Settlement Motion, Brenntag reserves its rights to supplement this Joinder and/or to respond to any filing and/or objection made by any other party in connection with the Settlement Motion, either by further submission to this Court, at oral argument, or by testimony presented at the hearing to consider the Settlement Motion. Brenntag further reserves all, and does not hereby release any, rights, claims, and defenses (whether contractual or otherwise) with respect to the Settlement Agreement and claims proposed to be settled therein, including, but not limited to, the defense, protection, and preservation of its rights in connection with any Debtor Released Estate Causes of Action and/or Brenntag Released Claims, including, but not limited to, all rights, claims, and defenses under the 2003 MSPA and 2007 SPA.

WHEREFORE, for the reasons set forth herein, Brenntag respectfully requests that this Court (a) grant the Settlement Motion, (b) overrule any objections thereto, and (c) grant such other and further relief as is just and proper.

Date: October 4, 2024

/s/ Adam S. Ravin

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**CERTIFICATE OF SERVICE**

I certify that on October 4, 2024, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the District of New Jersey on those parties registered to receive electronic notices.

/s/ Adam S. Ravin  
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